



PATENT APPLICATION

**COMBINED DECLARATION AND POWER OF ATTORNEY
FOR PATENT APPLICATION**

As a below named inventor of an invention titled CLEANSING PAD, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name,

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled CLEANSING PAD the specification of which (check one)

_____ is attached hereto
X was filed on October 28, 2003 Application Serial No. 10/696,069 and was
amended on (or amended through) _____ (if applicable)

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment(s) referred to above.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, Sec. 1.56(a).

I hereby claim foreign priority benefits under Title 35, United States Code, Sec. 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

I hereby claim priority benefits under Title 35, United States Code Sec. 119(e) of the below listed United States provisional application(s):

| | |
|-------------------|---------------------|
| <u>60/484,786</u> | <u>July 3, 2003</u> |
| Appln. Serial No. | Filing Date |

I hereby claim the benefit under Title 35, United States Code, Sec. 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, Sec. 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, Sec. 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application.

| Appln. Serial No. | Filing Date | Status (patented, pending, abandoned) |
|-------------------|-------------|---------------------------------------|
|-------------------|-------------|---------------------------------------|

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

I/(We) hereby appoint the following attorneys to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith: MICHAEL ZARRABIAN, Registration No. 39,886, having an address at:

1925 Century Park East, Suite 500
Los Angeles, California 90067
Tel: (310) 201-0640

with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith, and all future telephone calls and correspondence should be directed and/or addressed to MICHAEL ZARRABIAN at the above address.

Full name of sole or first inventor: Michael Popovsky

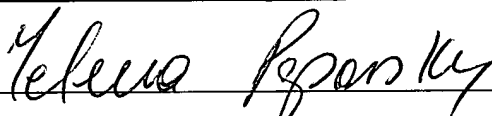
Inventor's signature:  Date: 11/26/03

Residence: 205 S. Reeves Dr., Beverly Hills, CA 90212, USA

Citizenship: USA

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Full name of additional joint inventor: Yelena Popovsky

Inventor's signature:  Date: 11/26/03

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Citizenship: USA

Post Office Address: Same as above

Full name of additional joint inventor: Susanne Foote

Inventor's signature:  Date: 12/3/03

Residence: 603 W. Main St., Boise, ID 83702, USA

Citizenship: USA

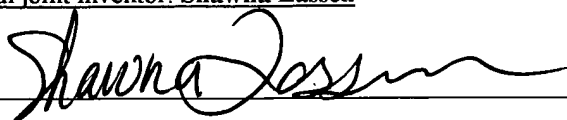
Post Office Address: Same as above

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Full name of additional joint inventor: Shawna Lassen

Inventor's signature:



Date: 11/26/03

Residence: 401 Broadway Ave., #15, Seattle, Washington 98102, USA

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